

RECORDATION NO. 19227-B FILED

FEB 21 '07

4-49 PM

SURFACE TRANSPORTATION BOARD

David A. Shelton  
General Attorney



March 8, 2007  
EQ000003

Norfolk Southern Corporation  
Law Department  
Three Commercial Place  
Norfolk, Virginia 23510-9241

Writer's Direct Dial Number  
(757) 629-2834  
(757) 823-5781 (fax)  
E-mail: David.Shelton@nscorp.com

**VIA AIRBORNE EXPRESS**

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

Dear Mr. Williams:

I am writing concerning documents recorded under Recordation Nos. 19225-D, 19226-B and 19227-B.

Since submitting such documents to the Board for recordation by letter dated February 13, 2007, it has come to my attention that such letter contained an incorrect description of the equipment covered by the documents, viz., the road numbers were not correctly listed.

The correct description of the equipment originally covered by the documents is as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Road Numbers (inclusive)</u>
20	Model Dash 9-40C Diesel-Electric Locomotives (General Electric Company)	NS	8809-8827 and 8829

Additionally, the short summaries of each of the documents appearing in the index should be revised as follows:

Mr. Vernon A. Williams  
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19225-D:

Settlement Agreement for Lease Agreement dated as of January 31, 2007, to terminate Lease Agreement with Recordation No. 19225 dated as of February 2, 1995, covering 20 General Electric Model Dash 9-40C diesel-electric locomotives numbered 8809-8827 and 8829, inclusive.

19226-B:

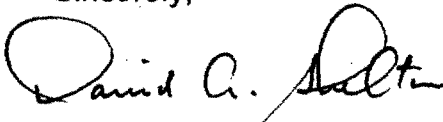
Release of Lien Under Chattel Mortgage and Security Agreement dated as of January 31, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 19226 dated as of February 2, 1995, covering 20 General Electric Model Dash 9-40C diesel-electric locomotives numbered 8809-8827 and 8829, inclusive.

19227-B:

Release of Chattel Mortgage dated as of February 2, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 19227 dated as of February 2, 1995, covering 20 General Electric Model Dash 9-40C diesel-electric locomotives numbered 8809-8827 and 8829, inclusive.

I apologize for the error and hope that this letter rectifies the matter. If any additional information is required, please let me know.

Sincerely,

  
David A. Shelton



Norfolk Southern Corporation  
Law Department  
Three Commercial Place  
Norfolk, Virginia 23510-9241

**Writer's Direct Dial Number**

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**VIA AIRBORNE EXPRESS**

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed please find two (2) counterparts, properly executed and acknowledged, of each of the documents described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

These documents are: (1) a Settlement Agreement for Lease Agreement, a secondary document, dated as of January 31, 2007 ("Document #1"); (2) a Release of Lien Under Chattel Mortgage and Security Agreement, a secondary document, dated as of January 31, 2007 ("Document #2"); and (3) a Release of Chattel Mortgage, a secondary document, dated as of February 2, 2007 ("Document #3"). The primary documents to which these secondary documents are connected are recorded under Recordation Nos. 19225, 19226 and 19227, respectively.

The names and addresses of the parties to each of the secondary documents are as follows:

**Document #1:**

Lessor:	CL Jaguar Limited c/o UFJ Central Leasing Company Limited Asahi Seimei Otemachi Bldg. 3rd Floor 6-1, Otemachi 2-chome, Chiyoda-ku, Tokyo, 100-0004, Japan
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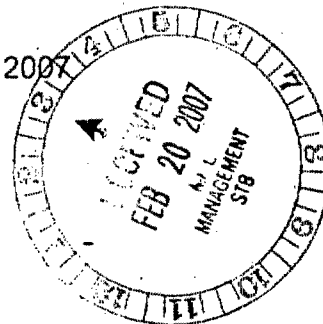
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SURFACE TRANSPORTATION BOARD

David A. Shelton  
General Attorney

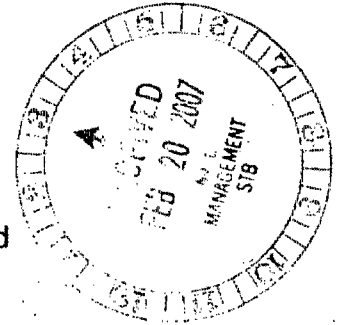
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and

CL Cougar Limited  
c/o UFJ Central Leasing Company Limited  
Asahi Seimei Otemachi Bldg. 3rd Floor  
6-1, Otemachi 2-chome, Chiyoda-ku,  
Tokyo, 100-0004, Japan



Lessee: Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510

Document #2:

Security Agent: The Bank of Tokyo-Mitsubishi UFJ, Ltd., New York  
Branch  
(successor to The Tokai Bank, Limited, New York  
Branch, the name used in the original filing)  
1251 Avenue of the Americas  
New York, New York 10020-1104

Document #3:

Secured Party: Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510

The equipment originally covered by the documents is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Road Numbers (inclusive)</u>
20	Model Dash 9-40C Diesel-Electric Locomotives (General Electric Company)	NS	8808-8829

A check in the amount of \$102.00 is enclosed to cover the recordation fee of \$34.00 for each of the documents pursuant to 49 CFR § 1002.2(f)(83). Please return

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any counterparts not needed by the Board for recordation to me at the above address.

Short summaries of each the documents to appear in the index follow:

Document #1:

Settlement Agreement for Lease Agreement dated as of January 31, 2007, to terminate Lease Agreement with Recordation No. 19225 dated as of February 2, 1995, covering 20 General Electric Model Dash 9-40C diesel-electric locomotives numbered 8809-8829, inclusive.

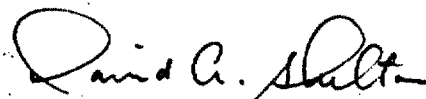
Document #2:

Release of Lien Under Chattel Mortgage and Security Agreement dated as of January 31, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 19226 dated as of February 2, 1995, covering 20 General Electric Model Dash 9-40C diesel-electric locomotives numbered 8809-8829, inclusive.

Document #3:

Release of Chattel Mortgage dated as of February 2, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 19227 dated as of February 2, 1995, covering 20 General Electric Model Dash 9-40C diesel-electric locomotives numbered 8809-8829, inclusive.

Sincerely,

  
David A. Shelton

Enclosures

**NORFOLK SOUTHERN RAILWAY COMPANY**  
**LEASE FINANCING - FEBRUARY 2, 1995**

RECORDATION NO. 19227-B FILED

RELEASE OF CHATTEL MORTGAGE

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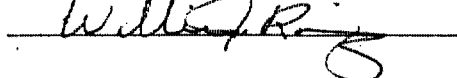
**SURFACE TRANSPORTATION BOARD**

KNOW ALL MEN BY THESE PRESENTS, that Norfolk Southern Railway Company (the "Railroad"), as mortgagee under that certain Chattel Mortgage and Security Agreement dated as of February 2, 1995, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), by CL Jaguar Limited and CL Cougar Limited (collectively, "Mortgagor") in favor of the Railroad, hereby certifies that the Agreement has been terminated pursuant to Section 1.4 thereof, to wit: the Railroad has exercised its right to purchase the Items of Equipment (as defined in the Agreement) pursuant to Section 19 of the Lease (as defined in the Agreement), and Mortgagor has delivered to the Railroad a bill of sale with respect to the Items of Equipment.

WHEREFORE, the Railroad, pursuant to Section 1.4 of the Agreement, hereby declares the Agreement to be satisfied and canceled and consents that the same be discharged of record.

IN WITNESS WHEREOF, the Railroad has caused its name to be signed hereto by one of its corporate officers this 2<sup>nd</sup> day of FEBRUARY, 2007.

**NORFOLK SOUTHERN  
RAILWAY COMPANY**

By:   
Name: William J. Romig  
Title: Vice President and Treasurer